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**IN THE UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

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FLIGHTLEASE HOLDINGS (GUERNSEY) :	
LIMITED, by its Joint Liquidators :	Case No. 3:05-CV-04182 MHP
Stephen John Akers and Nick Stuart Wood, :	
derivatively and on behalf of Nominal :	
Defendant GATX Flightlease Aircraft :	
Company Limited, :	STIPULATION REQUESTING
	<u>ORDER EXTENDING TIME</u>
Plaintiff, :	
- against - :	The Honorable Marilyn H. Patel
JAMES MORRIS, ALAN M. REINKE, :	
GATX THIRD AIRCRAFT :	
CORPORATION and GATX FINANCIAL :	
CORPORATION, :	
Defendants, :	
- and - :	
GATX FLIGHTLEASE AIRCRAFT :	
COMPANY LIMITED, :	
Nominal Defendant. :	
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Pursuant to Civil Local Rules 6-1(b) and 6-2, Plaintiff Flightlease Holdings
(Guernsey) Limited, by its Joint Liquidators Stephen John Akers and Nick Stuart Wood,
derivatively on behalf of Nominal Defendant GATX Flightlease Aircraft Company Limited, and
Defendants James Morris, Alan M. Reinke, GATX Third Aircraft Corporation, and GATX

1 Financial Corporation (collectively, "Defendants"), respectfully submit this Stipulation requesting
2 an Order extending the time for Plaintiff to respond to Defendants' joint motion to dismiss
3 Plaintiff's Shareholder Derivative Complaint (the "Complaint").

4 WHEREAS, on or about November 22, 2005, the parties entered into a stipulation
5 (the "Stipulation") that extended the time for Defendants to answer or otherwise respond to the
6 Complaint and established a schedule for the briefing of any motion to dismiss the Complaint;
7

8 WHEREAS, on or about January 16, 2006, Defendants jointly moved to dismiss the
9 Complaint;

10 WHEREAS, pursuant to the Stipulation, Plaintiff's papers in opposition to
11 Defendants' motion to dismiss the Complaint were to be filed on or before March 2, 2006;

12 WHEREAS, pursuant to a second stipulation (the "Second Stipulation"), So Ordered
13 by the Court on March 28, 2006, the time for Plaintiff to file papers in opposition to Defendants'
14 motion to dismiss the Complaint was extended to April 17, 2006;

15 WHEREAS, the parties have agreed to extend the time for Plaintiff to file papers in
16 opposition to Defendants' motion to dismiss the Complaint so that the parties can confer in an
17 effort to resolve this dispute and, if the parties cannot agree upon such a resolution, Plaintiff can
18 evaluate Defendants' motion to dismiss the Complaint and respond to the motion;
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20 WHEREAS, the only previous extensions in this action were the extension of
21 Defendants' time to answer or otherwise respond to the Complaint, and the extension of Plaintiff's
22 time to file papers in opposition to Defendants' motion to dismiss the Complaint, agreed to
23 pursuant to the prior Stipulations; and
24

25 WHEREAS, the requested extension would require a short adjournment of the oral
26 argument date requested by Defendants in the Second Stipulation but would not have any other
27 effect on the schedule in this action because the Court has vacated all other deadlines pending
28 resolution of Defendants' motion to dismiss;

NOW, THEREFORE, the parties hereby stipulate and agree to the following:

1. Plaintiff's opposition to Defendants' motion to dismiss the complaint shall be filed on or before May 8, 2006;

2. Defendants' reply papers shall be filed on or before June 30, 2006; and

3. Defendants' motion to dismiss shall be presented to the Court for oral argument on July 17, 2006, at 2:00 p.m., or as soon thereafter as the matter may be heard by the Court.

IT IS SO STIPULATED AND AGREED.

Dated: April 20, 2006

SKADDEN, ARPS, SLATE
MEAGHER & FLOM, LLP

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1 Dated: April 20, 2006

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11 Attorneys for Defendants GATX Third

12 Aircraft Corporation and GATX Financial

13 Corporation

14 ***With Express Authorization**

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1 Dated: April 20, 2006

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8 and Alan M. Reinke and Nominal Defendant
9 GATX Flightlease Aircraft Company Ltd.

10 ***With Express Authorization**

11 * I, Kurt Ramlo, attest that Michael A. Zwibelman and Charles C. Read have read and approved
12 the Stipulation Requesting Order Extending Time and consent to its filing in this action.

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21 PURSUANT TO STIPULATION, IT IS SO ORDERED

22 this 26th day of April, 2006.

